

William R. Baldiga, Esquire  
R. Benjamin Chapman, Esquire  
BROWN RUDNICK LLP  
7 Times Square  
New York, NY 10036  
(212) 209-4800

*Counsel for the Debtor  
and Debtor-in-Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

	:	
In re:	:	Chapter 11
	:	
AEREO, INC.,	:	Case No. 14-13200 (SHL)
	:	
Debtor.	:	
	:	

**NOTICE OF AMENDED AGENDA OF MATTERS  
SCHEDULED FOR HEARING ON JANUARY 13, 2015 AT 2:00 P.M.**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton U.S. Custom House, before the Honorable Sean H. Lane, United States Bankruptcy Judge, Courtroom 701, One Bowling Green, New York, NY 10004-1408

**I. UNCONTESTED MATTERS:**

1. Debtor's Motion to Reject Unexpired Leases of Non-Residential Real Property [**Docket No. 67**]

Related Documents:

A. None

Response Deadline: December 31, 2014

Response(s) Received: None.

Status: Final Order to be submitted to the Court for entry.

## II. CONTESTED MATTERS:

1. Debtor's Motion for Entry of an Order Approving Key Employee Incentive Plan [**Docket No. 9**]

### Related Documents:

- A. Notice of Filing of Revised Key Employee Incentive Plan [**Docket No. 119**]

Response Deadline: December 12, 2014. The Debtor agreed to extend the deadline for responses to the Revised Key Employee Incentive Plan to January 8, 2015 at 5:00 p.m. for those parties who previously filed objections to the original Motion.

### Response(s) Received:

- B. Objection of the United States Trustee to Debtor's Motion for Entry of an Order Approving Key Employee Incentive Plan [**Docket No. 55**]
- C. Broadcasters' Objection to the Motion for Entry of an Order Approving Key Employee Incentive Plan [**Docket No. 57**]
- D. Omnibus Response to Objections to Debtor's Motion for Entry of an Order Approving Key Employee Incentive Plan [**Docket No. 71**]
- E. Broadcaster's Supplemental Objection to the Revised Key Employee Incentive Plan [**Docket No. 137**]
- F. Objection of the United States Trustee to Debtor's Revised Key Employee Incentive Plan [**Docket No. 140**]

Status: This matter is going forward.

2. Debtor's Motion for Entry of an Order (I) Approving Bidding Procedures in Connection with the Proposed Sale(s) of Certain or Substantially All of the Debtor's Assets and Other Potential Transactions; (II) Establishing Certain Related Deadlines; and (III) Granting Related Relief [**Docket No. 15**]

### Related Documents:

- A. Order (i) Approving Bidding Procedures; (ii) Establishing Certain Related Deadlines; and (iii) Granting Related Relief [**Docket No. 110**]

- B. Joint Stipulation Continuing Due Date for Reports Regarding Defects [**Docket No. 125**]
- C. Broadcasters' Report Regarding Defects in Debtor's Delivered Material [**Docket No. 128**]
- D. Declaration of Bruce Ward in Support of Broadcasters' Report Regarding Defects in Debtor's Delivered Material [**Docket No. 129**]
- E. Declaration of Julie Shepard in Support of Broadcasters' Report Regarding Defects in Debtor's Delivered Material [**Docket No. 130**]
- F. Debtor's Statement Pursuant to Section 7(h) of the Order (i) Approving Bidding Procedures; (ii) Establishing Certain Related Deadlines; and (iii) Granting Related Relief [**Docket No. 131**]
- G. Debtor's Supplemental Statement Pursuant to Section 7(h) of the Order (i) Approving Bidding Procedures; (ii) Establishing Certain Related Deadlines; and (iii) Granting Related Relief [Docket No. 149]

Response Deadline: December 15, 2014 at 4:00 p.m.

Response(s) Received:

- H. Broadcasters' Motion to Withdraw Reference of the Stay Relief Motion and Sale Motion and Memorandum in Support [**Docket No. 48**]
- I. Declaration of M. Natasha Labovitz in Support of the Broadcasters' Motion for Relief from the Stay and Motion to Withdraw Reference of the Stay Relief Motion and Sale Motion [**Docket No. 49**]
- J. Broadcasters' Motion to Stay or Continue Sale Motion, or Alternatively, Objection to the Sale Motion [**Docket No. 60**]
- K. Notice of Filing of Revised Bidding Procedures Order [**Docket No. 62**]
- L. Debtor's Response and Opposition to the Broadcasters' Motion to Stay or Objection to Bidding Procedures Motion [**Docket No. 72**]

- M. Declaration of Lawton W. Bloom in Support of Debtor's Response to Stay or Objection to Bidding Procedures Motion [**Docket No. 73**]
- N. Declaration of Joseph Lipowski in Support of Debtor's Response and Opposition to the Broadcasters' Motion to Stay or Objection to Bidding Procedures Motion [**Docket No. 74**]
- O. Broadcasters' Supplemental Objection to the Bidding Procedures Motion [**Docket No. 76**]
- P. Declaration of Julie Shepard in Support of Broadcasters' Supplemental Objections to the Bidding Procedures Motion [**Docket No. 77**]
- Q. Declaration of Nigel Jones in Support of Broadcasters' Supplemental Objection to the Bidding Procedures Motion [**Docket No. 78**]
- R. Limited Objection of the Ad Hoc Committee of Unsecured Creditors to the Debtor's Bid Procedures Motion [**Docket No. 82**]
- S. Debtor's Omnibus Response to Objections to Bidding Procedures Motion [**Docket No. 90**]

Status: This matter is going forward. The Court entered an order approving the Bidding Procedures on December 24, 2014 [Docket No. 110] (the "Bidding Procedures Order"). The Bidding Procedures Order set a further hearing on January 7, 2015 (since re-scheduled to January 13, 2015 at 2:00 p.m. (Eastern Time)) to resolve any disputes as to whether there are any Defects (as defined in the Bidding Procedures Order) and, if there are, how the same shall be addressed.

In light of the purported Defects and other issues that the parties are continuing to resolve, the Debtor intends to use the January 13, 2015 hearing as a status conference as to the Debtor's completion of its obligation to deliver the Production Databases.

Dated: January 12, 2015

New York, New York

Respectfully submitted,

By: /s/ William R. Baldiga  
William R. Baldiga, Esquire  
R. Benjamin Chapman, Esquire  
BROWN RUDNICK LLP  
7 Times Square  
New York, NY 10036  
(212) 209-4800

*Counsel for the Debtor  
and Debtor-in-Possession*

61842568